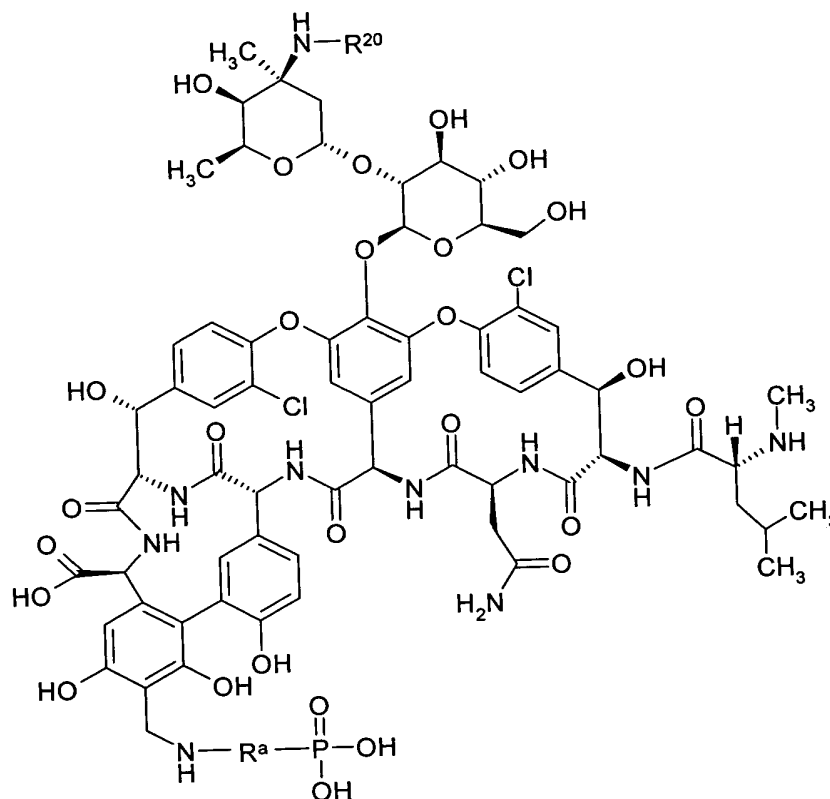


III. AMENDMENTS TO THE CLAIMS

Claims 1-31 (Canceled)

32. (New) A process for preparing a compound of the formula:



or a salt thereof; wherein

R^{20} is $-R^a-Y-R^b-(Z)_x$ or $-R^f$;

Y is selected from the group consisting of oxygen, sulfur, $-S-S-$, $-NR^c-$, $-S(O)-$, $-SO_2-$, $-NR^cC(O)-$, $-OSO_2-$, $-OC(O)-$, $-NR^cSO_2-$, $-C(O)NR^c-$, $-C(O)O-$, $-SO_2NR^c-$, $-SO_2O-$, $-P(O)(OR^c)O-$, $-P(O)(OR^c)NR^c-$, $-OP(O)(OR^c)O-$, $-OP(O)(OR^c)NR^c-$, $-OC(O)O-$, $-NR^cC(O)O-$, $-NR^cC(O)NR^c-$, $-OC(O)NR^c-$, $-C(=O)-$ and $-NR^cSO_2NR^c-$;
 each Z is independently selected from hydrogen, aryl, cycloalkyl, cycloalkenyl,

heteroaryl and heterocyclic;

each R^a is independently selected from the group consisting of alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene;

each R^b is independently selected from the group consisting of a covalent bond, alkylene, substituted alkylene, alkenylene, substituted alkenylene, alkynylene and substituted alkynylene, provided R^b is not a covalent bond when Z is hydrogen;

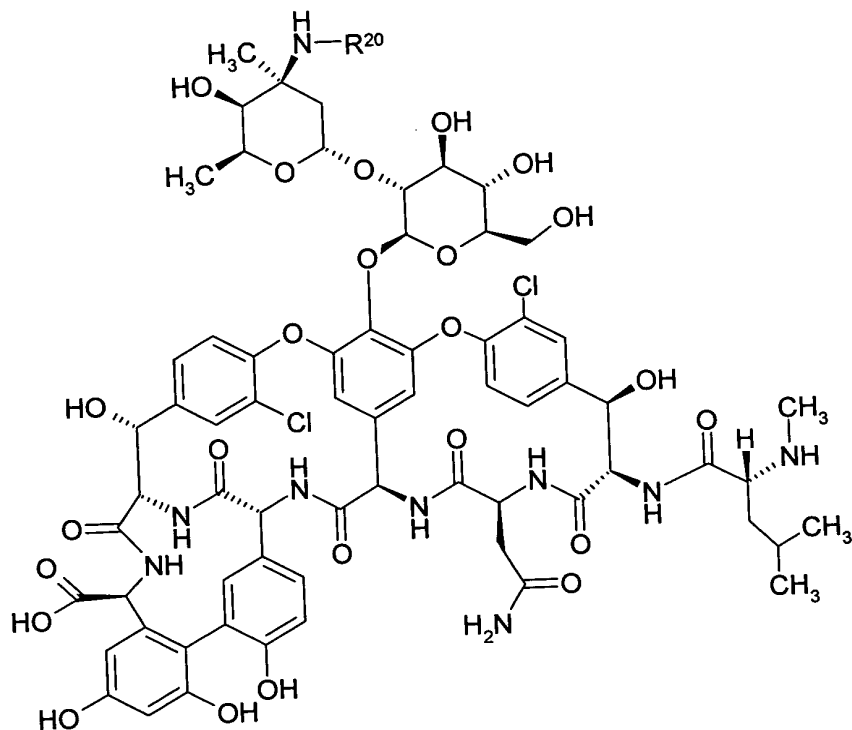
each R^c is independently selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl, heterocyclic and $-C(O)R^d$;

each R^d is independently selected from the group consisting of alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic;

R^f is selected from the group consisting of alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, cycloalkyl, substituted cycloalkyl, cycloalkenyl, substituted cycloalkenyl, aryl, heteroaryl and heterocyclic; and

x is 1 or 2;

the process comprising reacting a compound of the formula:



or a salt thereof, with formaldehyde and $\text{H}_2\text{N}-\text{R}^a-\text{P}(\text{O})(\text{OH})_2$ under basic conditions.

33. (New) The process of Claim 32, wherein R^{20} is $-\text{R}^a-\text{Y}-\text{R}^b-(\text{Z})_x$ and R^a is alkylene.

34. (New) The process of Claim 33, wherein R^b is alkylene.

35. (New) The process of Claim 34, wherein Z is hydrogen.

36. (New) The process of Claim 35, wherein Y is $-\text{NH}-$.

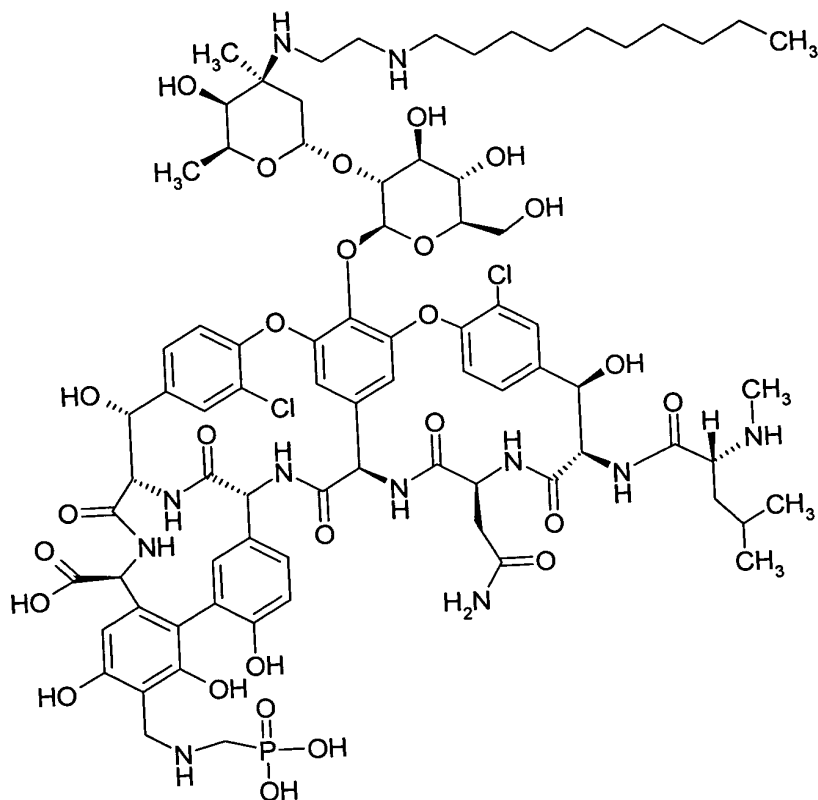
37. (New) The process of Claim 32, wherein R²⁰ is selected from the group consisting of:

- CH₂CH₂-NH-(CH₂)₉CH₃;
- CH₂CH₂CH₂-NH-(CH₂)₈CH₃;
- CH₂CH₂CH₂CH₂-NH-(CH₂)₇CH₃;
- CH₂CH₂-NHSO₂-(CH₂)₉CH₃;
- CH₂CH₂-NHSO₂-(CH₂)₁₁CH₃;
- CH₂CH₂-S-(CH₂)₈CH₃;
- CH₂CH₂-S-(CH₂)₉CH₃;
- CH₂CH₂-S-(CH₂)₁₀CH₃;
- CH₂CH₂CH₂-S-(CH₂)₈CH₃;
- CH₂CH₂CH₂-S-(CH₂)₉CH₃;
- CH₂CH₂CH₂-S-(CH₂)₃-CH=CH-(CH₂)₄CH₃ (*trans*);
- CH₂CH₂CH₂CH₂-S-(CH₂)₇CH₃;
- CH₂CH₂-S(O)-(CH₂)₉CH₃;
- CH₂CH₂-S-(CH₂)₆Ph;
- CH₂CH₂-S-(CH₂)₈Ph;
- CH₂CH₂CH₂-S-(CH₂)₈Ph;
- CH₂CH₂-NH-CH₂-4-(4-Cl-Ph)-Ph;
- CH₂CH₂-NH-CH₂-4-[4-(CH₃)₂CHCH₂]-Ph;
- CH₂CH₂-NH-CH₂-4-(4-CF₃-Ph)-Ph;
- CH₂CH₂-S-CH₂-4-(4-Cl-Ph)-Ph;
- CH₂CH₂-S(O)-CH₂-4-(4-Cl-Ph)-Ph;
- CH₂CH₂CH₂-S-CH₂-4-(4-Cl-Ph)-Ph;
- CH₂CH₂CH₂-S(O)-CH₂-4-(4-Cl-Ph)-Ph;
- CH₂CH₂CH₂-S-CH₂-4-[3,4-di-Cl-PhCH₂O-]-Ph;
- CH₂CH₂-NHSO₂-CH₂-4-[4-(4-Ph)-Ph]-Ph;
- CH₂CH₂CH₂-NHSO₂-CH₂-4-(4-Cl-Ph)-Ph;

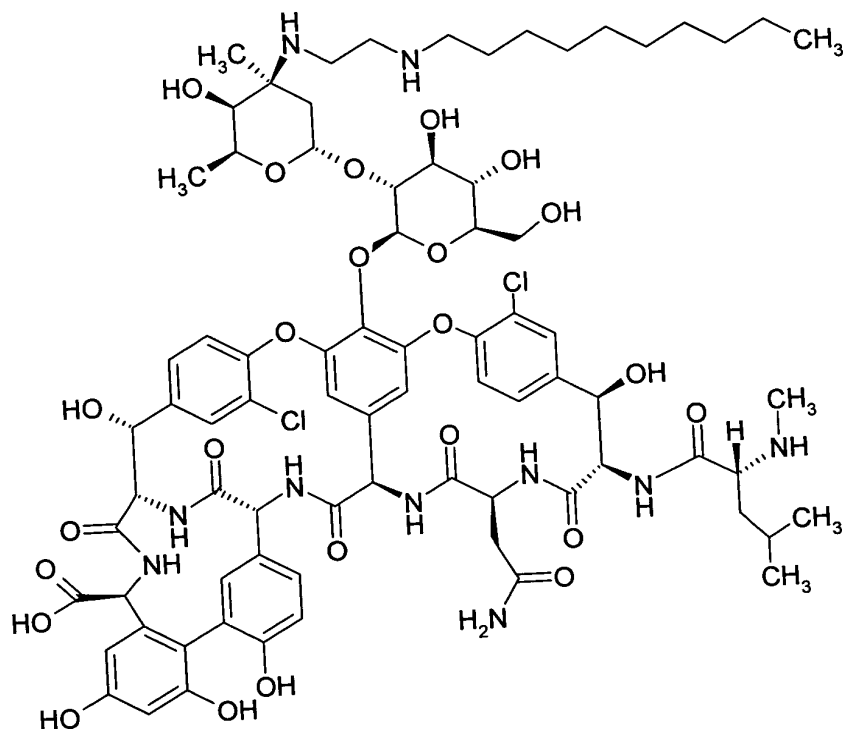
- CH₂CH₂CH₂-NHSO₂-CH₂-4-(Ph-C≡C-)-Ph;
- CH₂CH₂CH₂-NHSO₂-4-(4-Cl-Ph)-Ph; and
- CH₂CH₂CH₂-NHSO₂-4-(naphth-2-yl)-Ph.

38. (New) The process of Claim 32, wherein R²⁰ is -CH₂CH₂-NH-(CH₂)₉CH₃.
39. (New) The process of Claim 32, wherein R²⁰ is -R^f and R^f is alkyl.
40. (New) The process of Claim 32, wherein R²⁰ is 4-(4-chlorophenyl)benzyl or 4-(4-chlorobenzyloxy)benzyl.
41. (New) The process of Claim 32, wherein R^a in H₂N-R^a-P(O)(OH)₂ is alkylene.
42. (New) The process of Claim 32, wherein H₂N-R^a-P(O)(OH)₂ is H₂N-CH₂-P(O)(OH)₂.

43. (New) A process for preparing a compound of the formula:



or a salt thereof; the process comprising reacting a compound of the formula:



or a salt thereof, with formaldehyde and $\text{H}_2\text{N}-\text{CH}_2-\text{P}(\text{O})(\text{OH})_2$ under basic conditions.

44. The process of Claim 43, wherein the basic conditions are produced by adding diisopropylethylamine.

45. The process of Claim 43, wherein the reaction is conducted in acetonitrile and water.

46. The product prepared by the process of Claim 43.